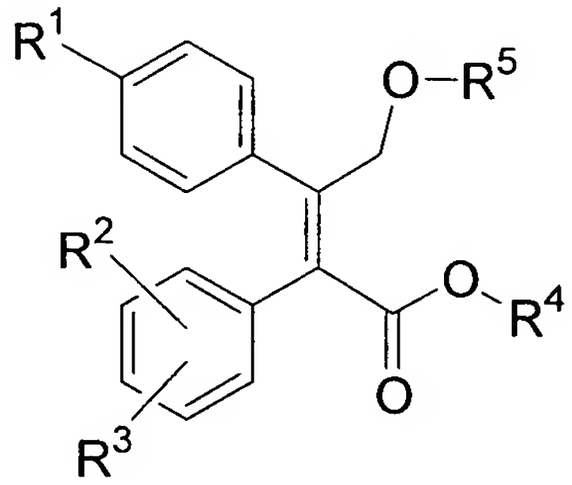
Amendments to the Claims:

This listing of claims replaces all prior versions, and listings, of claims in the application:

Listing of Claims:

1. (original) A compound of Formula I



I

or a pharmaceutically acceptable salt thereof, wherein

R^1 is selected from the group consisting of:

(a) $S(O)_2CH_3$,
(b) $S(O)_2NH_2$,
(c) $S(O)_2NHC(O)CF_3$,
(d) $S(O)(NH)CH_3$,
(e) $S(O)(NH)NH_2$,
(f) $S(O)(NH)NHC(O)CF_3$,
(g) $P(O)(CH_3)OH$, and
(h) $P(O)(CH_3)NH_2$;

R^2 and R^3 each are independently selected from the group consisting of:

(a) hydrogen,
(b) halo,
(c) C_{1-6}alkoxy,
(d) C_{1-6}alkylthio,

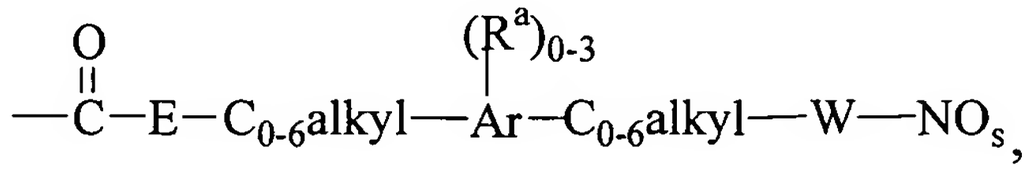
(e) CN,
(f) CF_3,
(g) C_{1-6}alkyl, and
(h) N_3;

R^4 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl, optionally substituted with 1-3 substituents independently selected from the group consisting of:
(i) halo,
(ii) phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6,
(iii) $N(R^i)R^{ii}$, wherein R^i and R^{ii} are each independently selected from the group consisting of hydrogen and C_{1-4}alkyl,
(iv) $-CO_2R^{iii}$, wherein R^{iii} is hydrogen or C_{1-4}alkyl,
(c) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

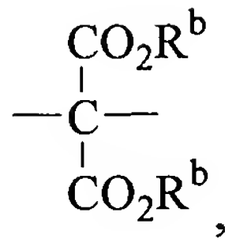
R^5 is selected from the group consisting of:

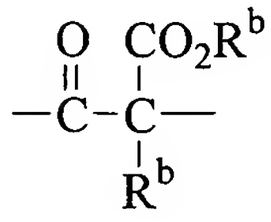
(a) $-NO_s$,
(b) $-C(O)-E-C_{1-10}$alkyl-W-NO_s,
(c)



wherein:

each s is independently 1 or 2,
E is a bond, oxygen, sulfur or –C(O)-O-,
each W is independently selected from the group consisting of:
(1) oxygen,
(2) sulfur,

(3)  ,

(4)  ,

Ar is selected from the group consisting of: phenyl, naphthyl and HET^3,

each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_S;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

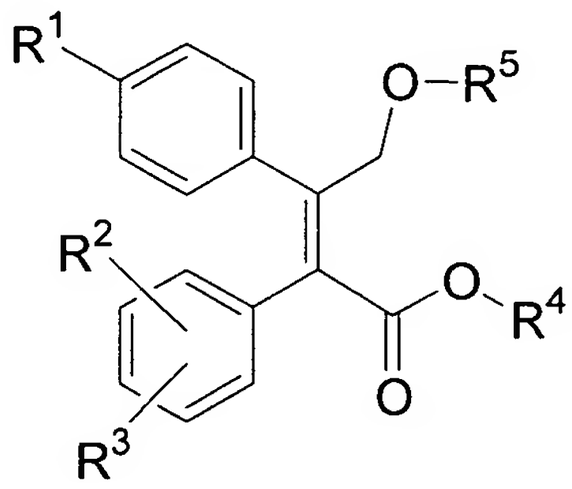
(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^6, R^7 and R^8 are each independently selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^3, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

2. (original) A compound according to Claim 1 of Formula I



I

or a pharmaceutically acceptable salt thereof, wherein

R^1 is selected from the group consisting of:

(a) $S(O)_2CH_3$,
(b) $S(O)_2NH_2$,
(c) $S(O)_2NHC(O)CF_3$,
(d) $S(O)(NH)CH_3$,
(e) $S(O)(NH)NH_2$,
(f) $S(O)(NH)NHC(O)CF_3$,
(g) $P(O)(CH_3)OH$, and
(h) $P(O)(CH_3)NH_2$;

R^2 and R^3 each are independently selected from the group consisting of:

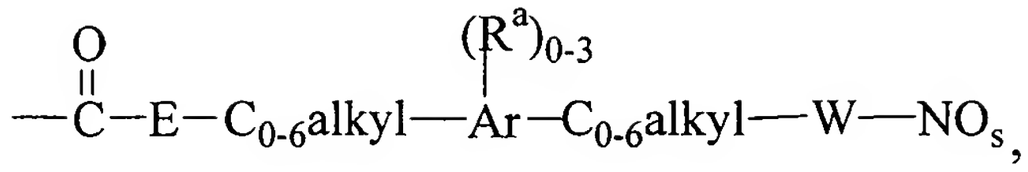
(a) hydrogen,
(b) halo,
(c) C_{1-6}alkoxy,
(d) C_{1-6}alkylthio,
(e) CN,
(f) CF_3,
(g) C_{1-6}alkyl, and
(h) N_3;

R^4 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;
(c) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^5 is selected from the group consisting of:

(a) $-NO_S$,
(b) $-C(O)-E-C_{1-10}$alkyl$-W-NO_S$,
(c)



wherein:

each s is independently 1 or 2,

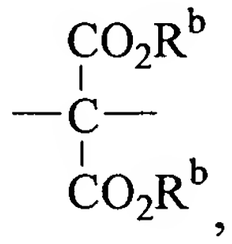
E is a bond, oxygen, sulfur or –C(O)-O-,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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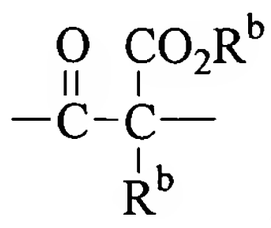


Ar is selected from the group consisting of: phenyl, naphthyl and HET^3,

each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_s;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents

independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^6, R^7 and R^8 are each independently selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^3, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

3. (original) The compound according to Claim 2 wherein

R^1 is $S(O)_2CH_3$, and

R^2 and R^3 are both hydrogen.

4. (original) The compound according to Claim 3 wherein:

R^4 is C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1 is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

5. (original) The compound according to Claim 4 wherein R^4 is methyl, ethyl, propyl or isopropyl.

6. (original) The compound according to Claim 3 wherein:

R^4 is phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^2 is selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

7. (original) The compound according to Claim 3 wherein R^5 is $-NO_S$, wherein s is 1 or 2.

8. (original) The compound according to Claim 3 wherein R^5 is -C(O)-E-C_{1-10}alkyl-W-NO_S, wherein:

s is 1 or 2,

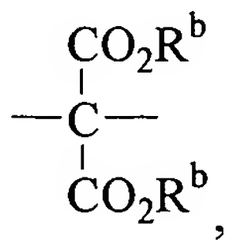
E is a bond, oxygen, sulfur or –C(O)-O-,

W is selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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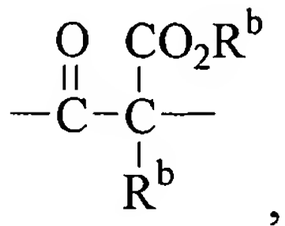

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each R^b is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen and

(b) C_{1-6}alkyl; and

HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl,

pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

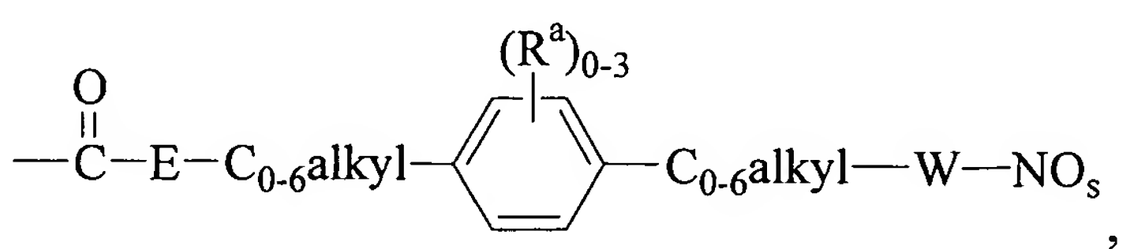
9.(original) The compound according to Claim 8 wherein:

E is a bond or oxygen;
s is 2;

W is oxygen; and

R^4 is hydrogen, methyl, ethyl, propyl or isopropyl.

10. (original) The compound according to Claim 3 wherein R^5 is



,

wherein:

each s independently 1 or 2,

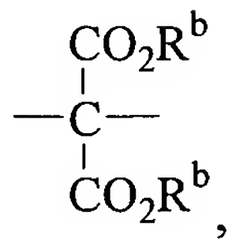
E is a bond, oxygen, sulfur or –C(O)-O-,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)



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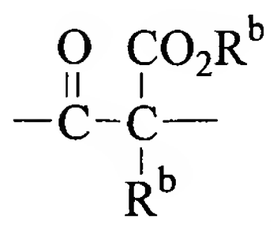


each R^a is independently selected from the group consisting of:

(1) halo,
(2) C_{1-6}alkyl,
(3) C_{1-6}alkoxy,
(4) C_{1-6}alkylthio,
(5) OH,
(6) CN,
(7) CF_3,
(8) CO_2R^7, and
(9) C_{0-6}alkyl-W-NO_S;

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

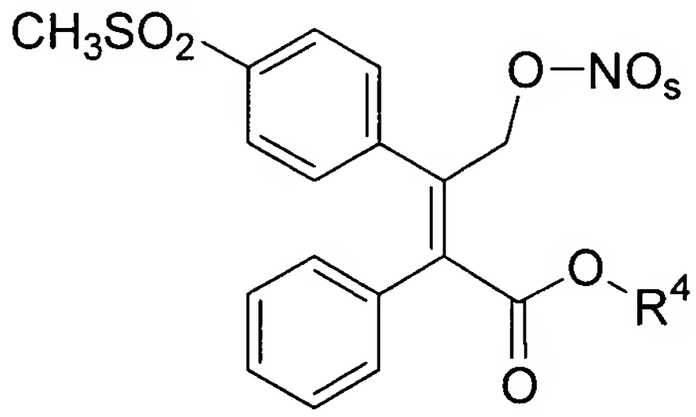
(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^7 and R^8 is selected from the group consisting of

(a) hydrogen and
(b) C_{1-6}alkyl; and

HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

11. (original) A compound according to Claim 2 of Formula II



II

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

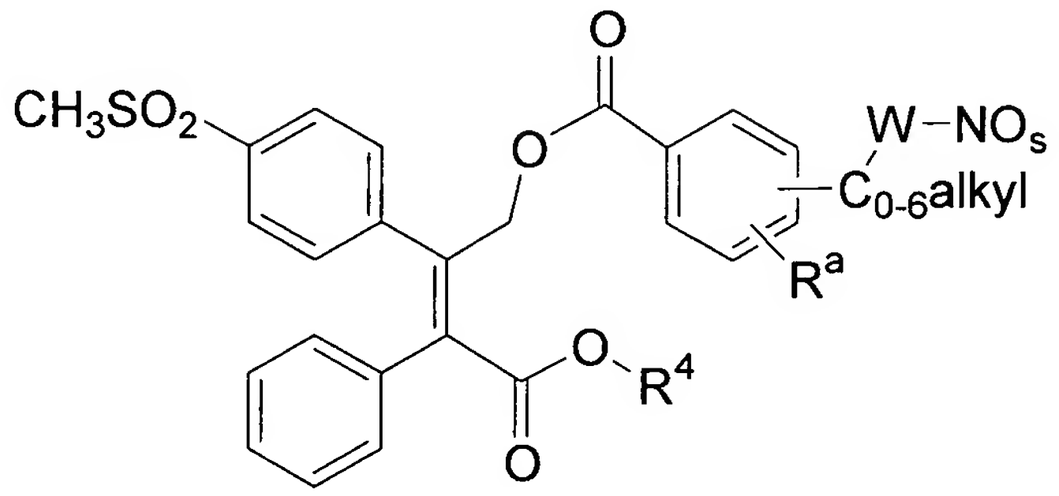
(a) hydrogen and
(b) C_{1-6}alkyl;

s is 1 or 2; and

HET^1 and HET^2 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

12 to 14. (canceled)

15. (original) A compound according to Claim 2 of Formula III



III

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl;

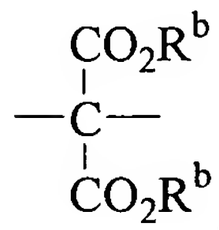
R^a is hydrogen or C_{0-6}alkyl-W-NO_S.

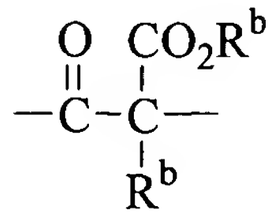
each s is independently 1 or 2,

each W is independently selected from the group consisting of:

(1) oxygen,

(2) sulfur,

(3)  ,

(4)  ,

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen,

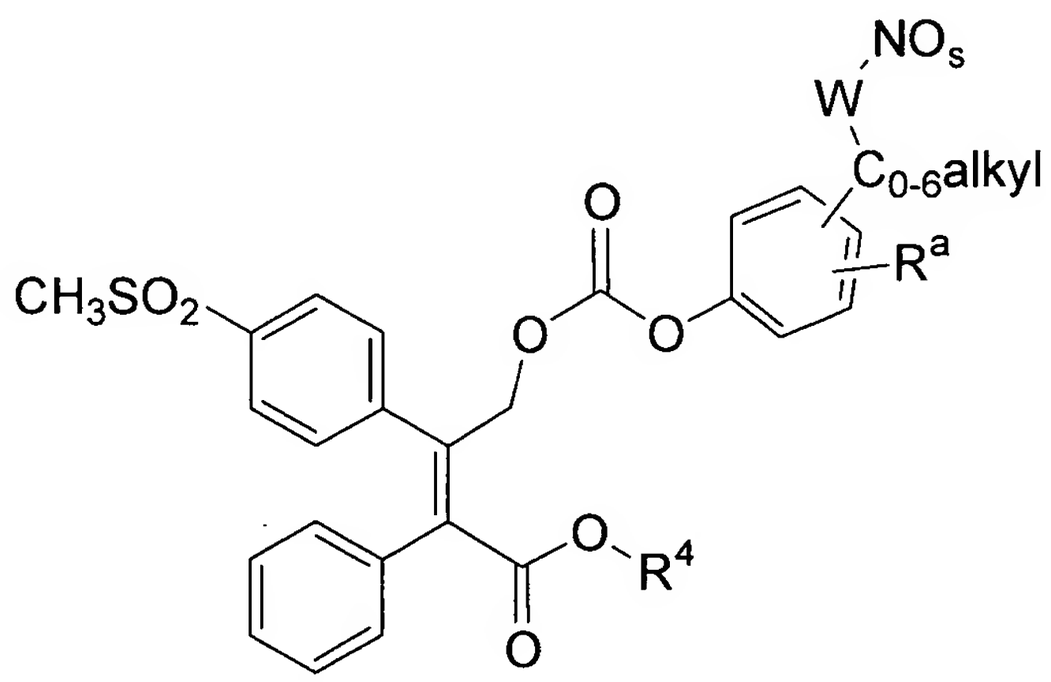
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl,

quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

16 to 19. (canceled)

20. (original) A compound according to Claim 2 of Formula IV



IV

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently

selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

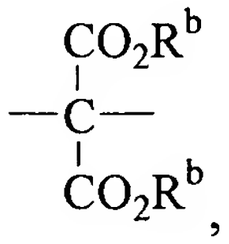
(a) hydrogen,
(b) C_{1-6}alkyl;

R^a is hydrogen or C_{0-6}alkyl-W-NO_s.

each s is independently 1 or 2;

each W is independently selected from the group consisting of:

(1) oxygen,
(2) sulfur,
(3)



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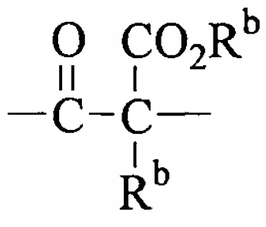
(4)



,

each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

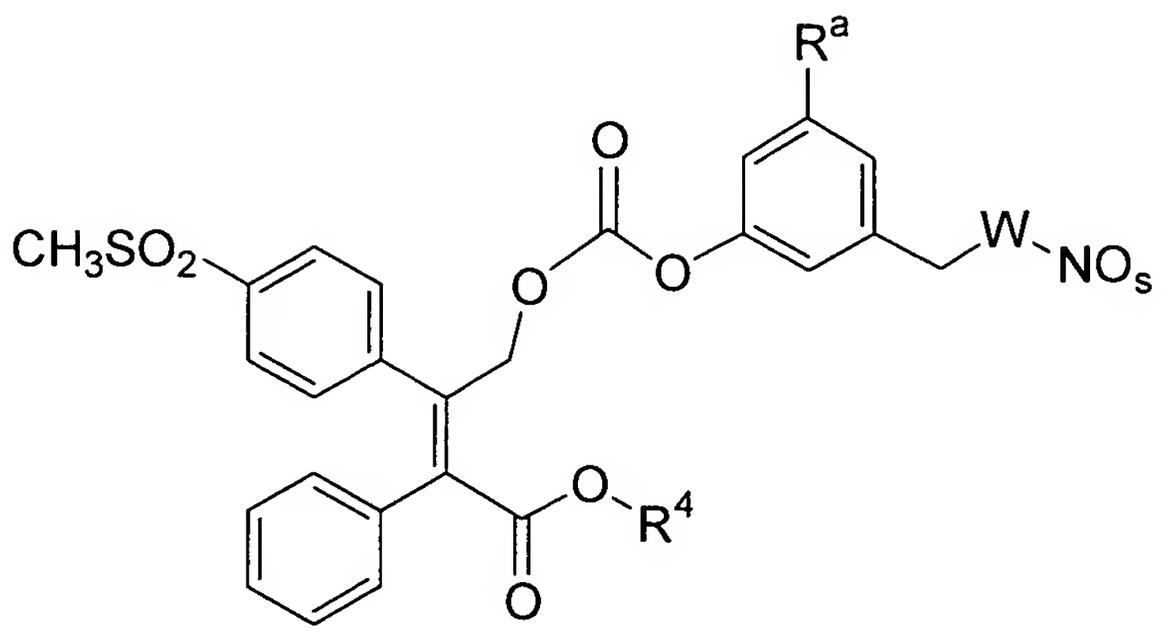
(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl, dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

21. (original) The compound according to Claim 20 of Formula IVa



IVa

or a pharmaceutically acceptable salt thereof, wherein

R^4 is selected from the group consisting of:

(a) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^1, each of said phenyl, naphthyl or HET^1 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

(b) phenyl, naphthyl or HET^2, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^6;

R^6 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl;

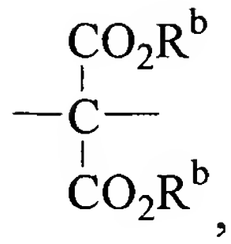
R^a is hydrogen or C_{0-6}alkyl-W-NO_s.

each s is independently 1 or 2;

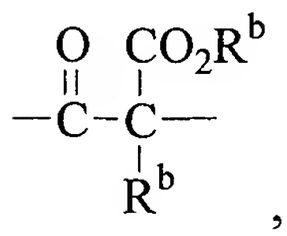
each W is independently selected from the group consisting of:

(1) oxygen,
(2) sulfur,

(3)



(4)



each Rb is independently selected from the group consisting of:

(1) C_{1-6}alkyl, optionally substituted with 1-3 halo groups or optionally substituted with phenyl, naphthyl or HET^4, each of said phenyl, naphthyl or HET^4 being optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8; and

(2) phenyl, naphthyl or HET^5, each optionally substituted with 1-3 substituents independently selected from the group consisting of: halo, C_{1-6}alkyl, C_{1-6}alkoxy, C_{1-6}alkylthio, OH, CN, CF_3, and CO_2R^8;

R^8 is selected from the group consisting of

(a) hydrogen,
(b) C_{1-6}alkyl; and

HET^1, HET^2, HET^4 and HET^5 are each independently selected from the group consisting of: benzimidazolyl, benzofuranyl, benzopyrazolyl, benzotriazolyl, benzothiophenyl, benzoxazolyl, carbazolyl, carbolinyl, cinnolinyl, furanyl, imidazolyl, indolinyl, indolyl, indolazinyl, indazolyl, isobenzofuranyl, isoindolyl, isoquinolyl, isothiazolyl, isoxazolyl, naphthyridinyl, oxadiazolyl, oxazolyl, pyrazinyl, pyrazolyl, pyridopyridinyl, pyridazinyl, pyridyl, pyrimidyl, pyrrolyl, quinazolinyl, quinolyl, quinoxalinyl, thiadiazolyl, thiazolyl, thienyl, triazolyl, azetidinyl, 1,4-dioxanyl, hexahydroazepinyl, piperazinyl, piperidinyl, pyrrolidinyl, morpholinyl, thiomorpholinyl, dihydrobenzimidazolyl, dihydrobenzofuranyl, dihydrobenzothiophenyl,

dihydrobenzoxazolyl, dihydrofuranyl, dihydroimidazolyl, dihydroindolyl, dihydroisooxazolyl, dihydroisothiazolyl, dihydrooxadiazolyl, dihydrooxazolyl, dihydropyrazinyl, dihydropyrazolyl, dihydropyridinyl, dihydropyrimidinyl, dihydropyrrolyl, dihydroquinolinyl, dihydrotetrazolyl, dihydrothiadiazolyl, dihydrothiazolyl, dihydrothienyl, dihydrotriazolyl, dihydroazetidinyl, methylenedioxybenzoyl, tetrahydrofuranyl, and tetrahydrothienyl.

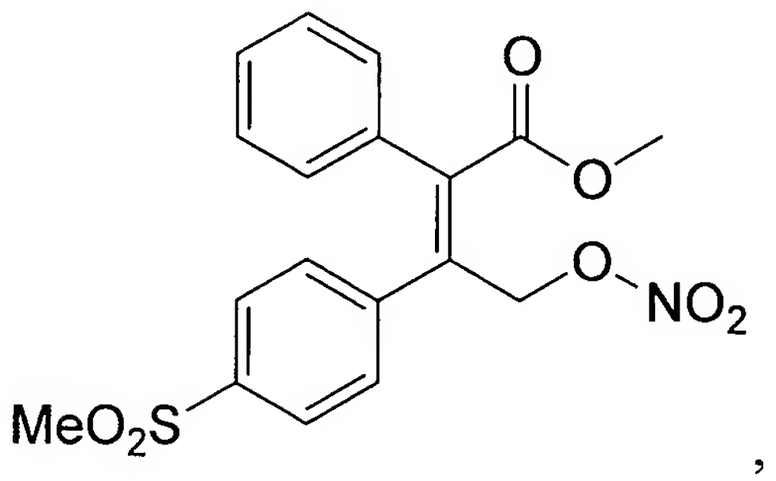
22 to 25. (canceled)

26. (original) The compound according to Claim 1 wherein: R^4 is C_{1-6}alkyl, mono-substituted with

(i) $N(R^i)R^{ii}$, wherein R^i and R^{ii} are each independently selected from the group consisting of hydrogen and C_{1-4}alkyl or

(ii) $-CO_2R^{iii}$, wherein R^{iii} is hydrogen or C_{1-4}alkyl.

27. (original) A compound selected from the following group:



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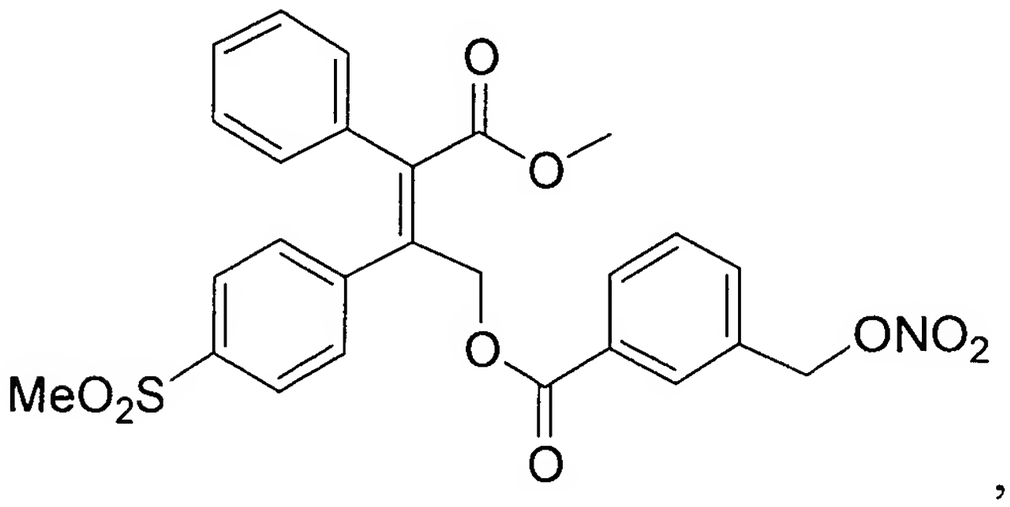

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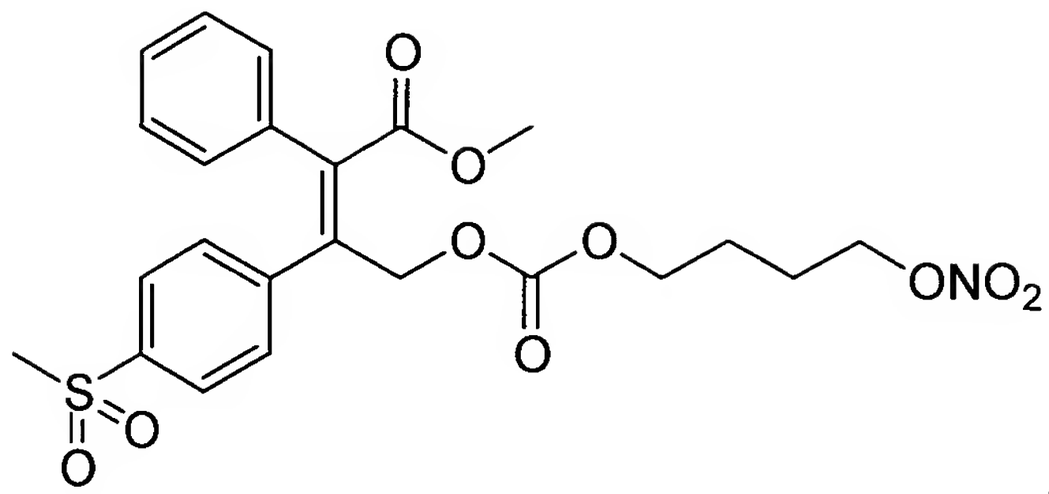

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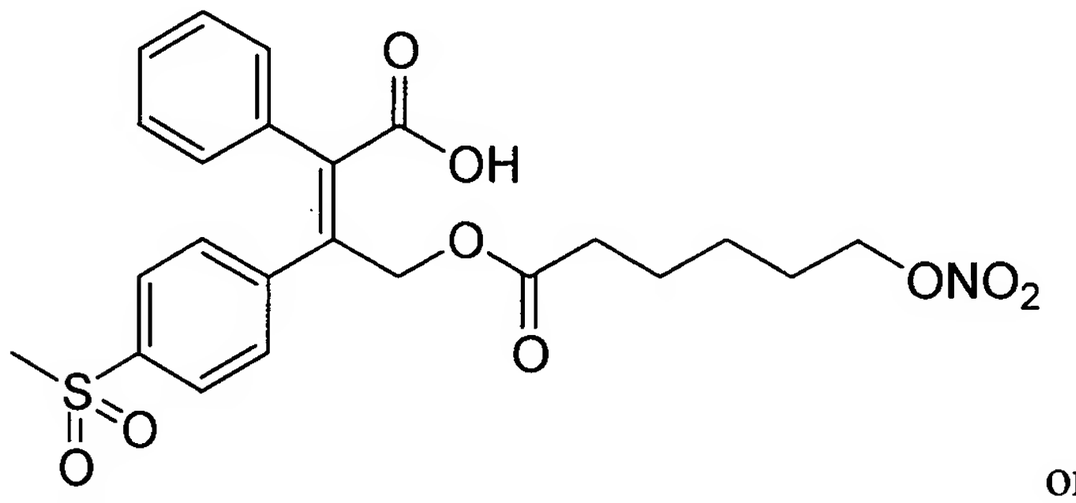
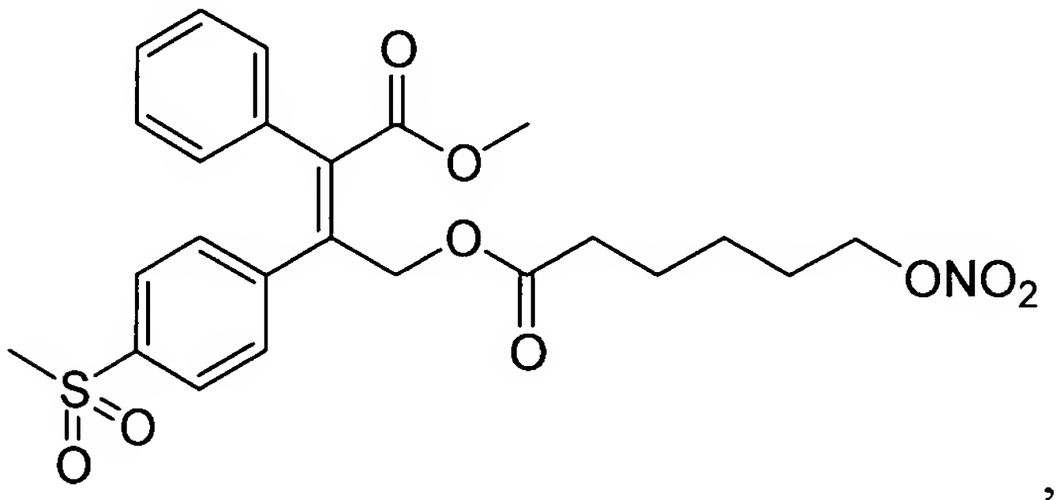


or a pharmaceutically acceptable salt thereof,



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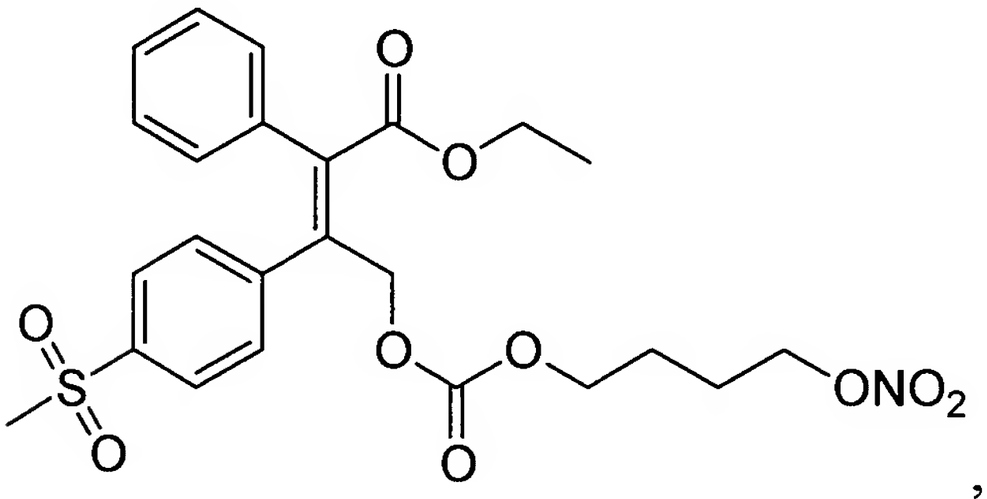

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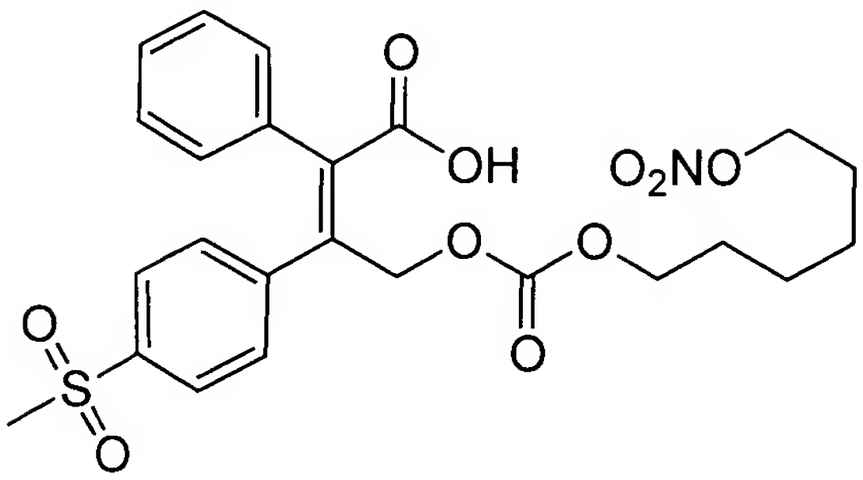
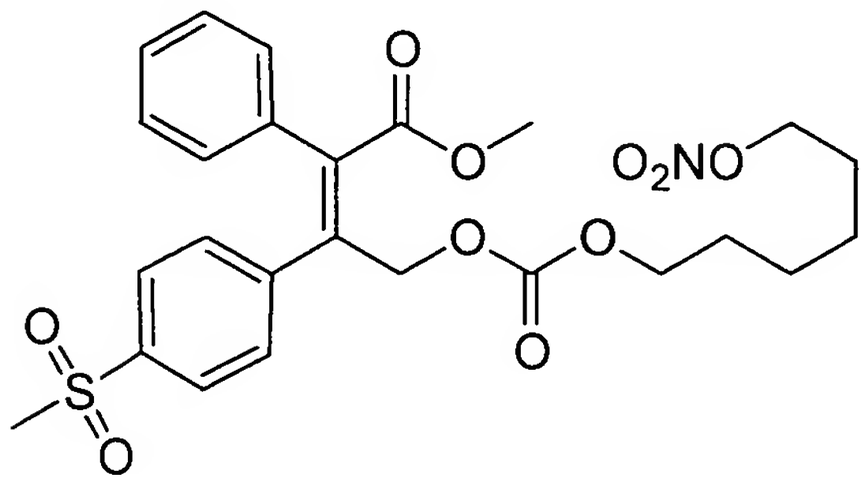
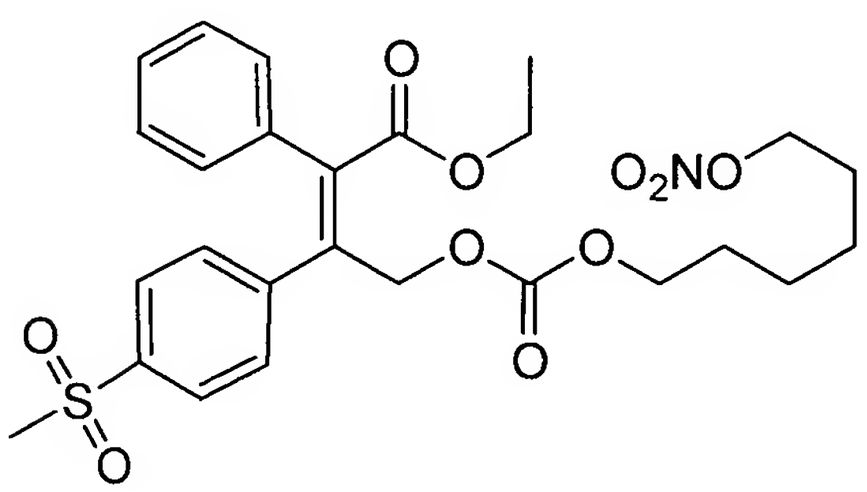
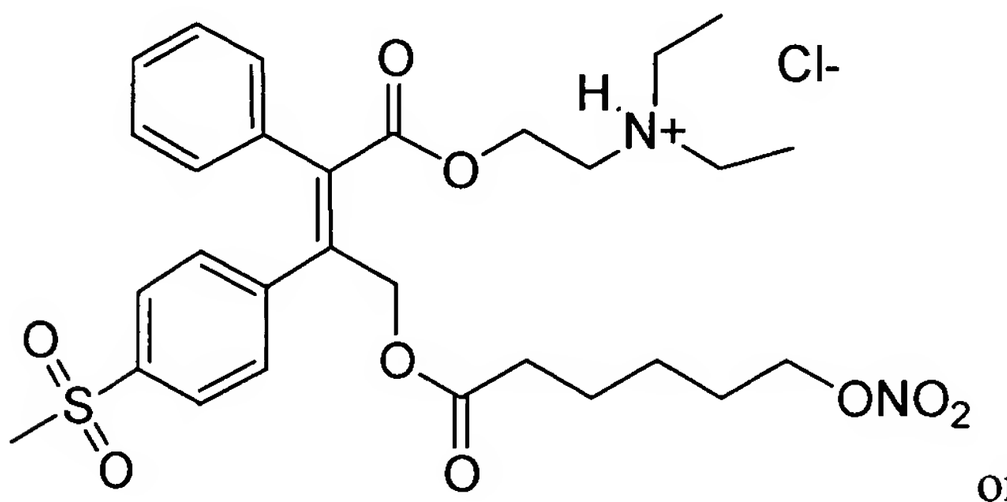
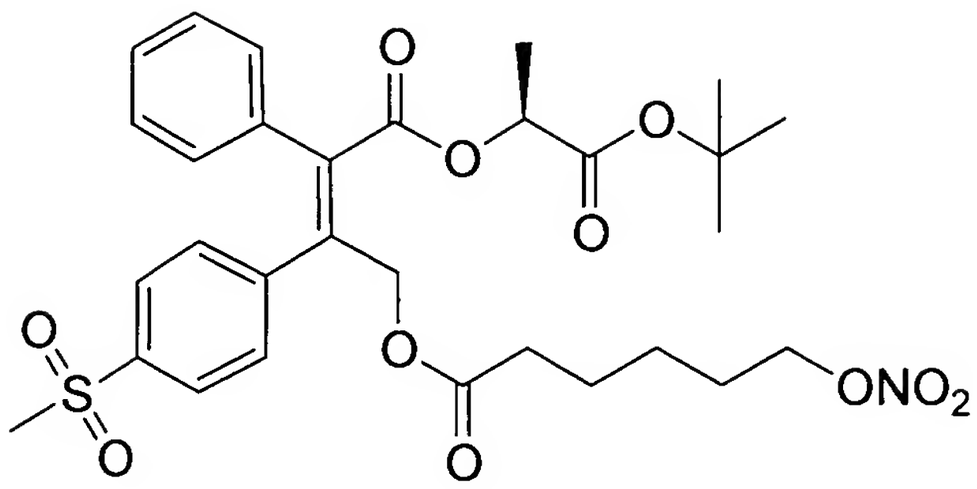


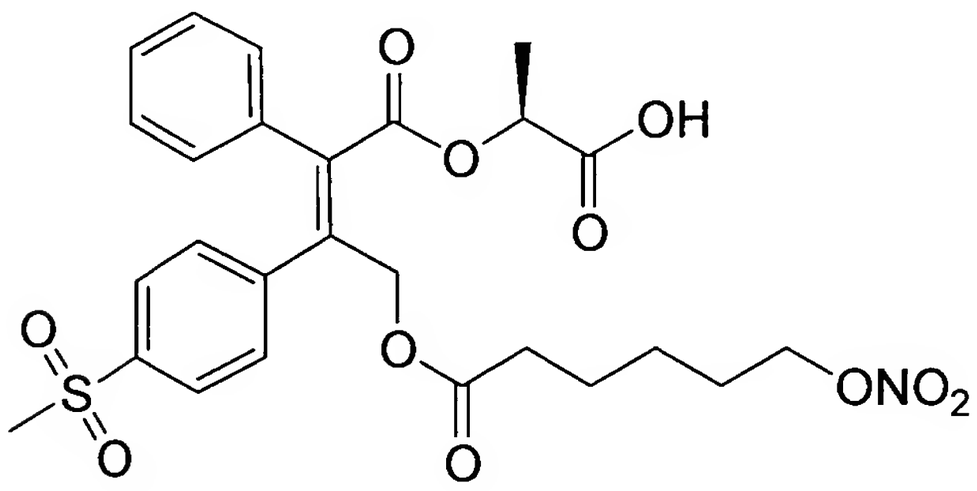




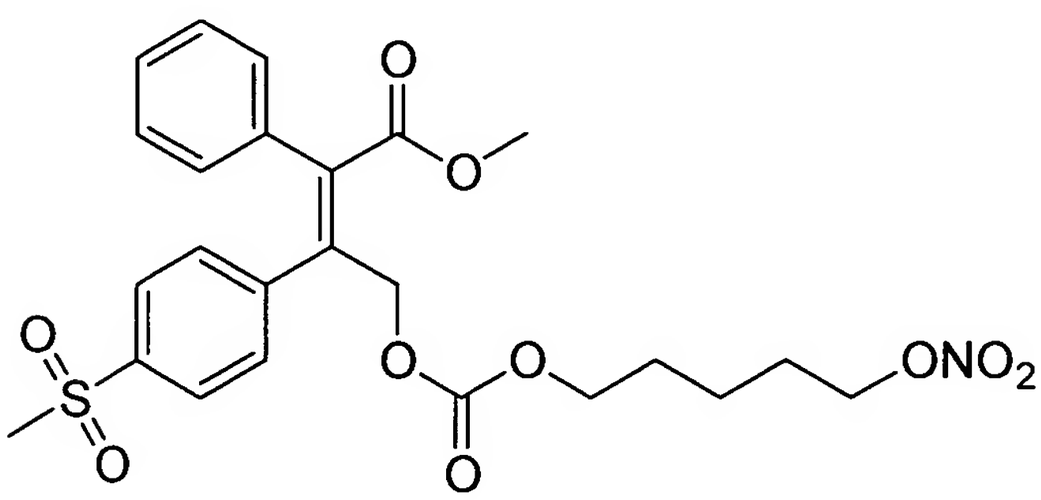


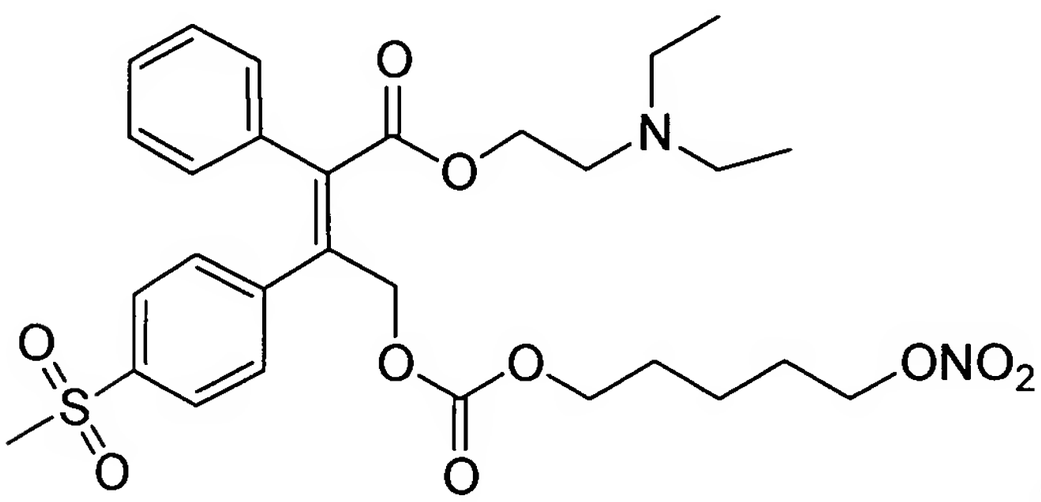
or a pharmaceutically acceptable salt thereof,



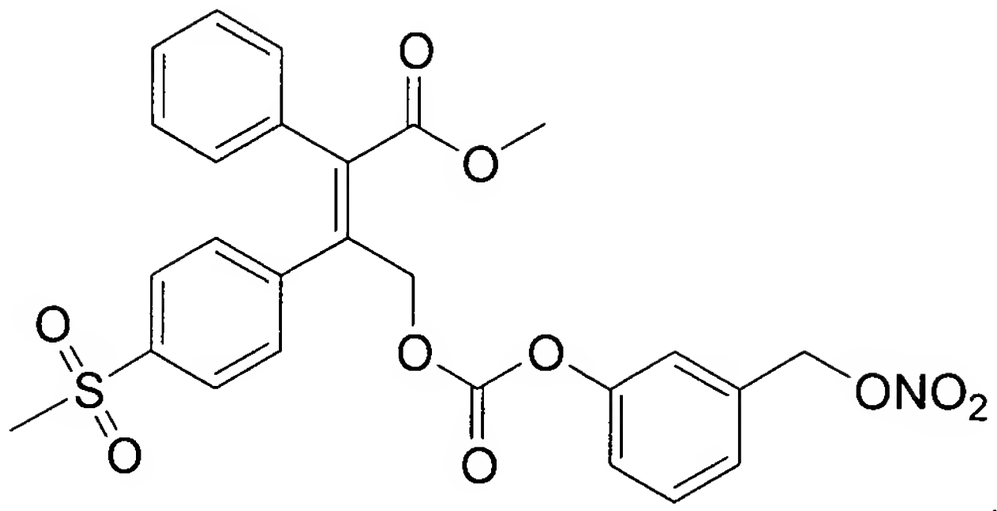


or a pharmaceutically acceptable salt thereof,





or a pharmaceutically acceptable salt thereof, and



28 to 31. (canceled)

32. (currently amended) A method for treating a chronic cyclooxygenase-2 mediated disease or condition and reducing the risk of a thrombotic cardiovascular event in a human patient in need of such treatment and at risk of a thrombotic cardiovascular event comprising orally concomitantly or sequentially administering to said patient a compound according to Claim 1 in an amount effective to treat the cyclooxygenase-2 mediated disease or condition and aspirin in an amount effective to reduce the risk of the thrombotic cardiovascular event, wherein said chronic cyclooxygenase-2 mediated disease or condition is selected from the group consisting of pain, fever and inflammation of a condition selected from the group consisting of rheumatic fever, symptoms associated with influenza or other viral infections, common cold, low back pain, neck pain, dysmenorrhea, headache, migraine, toothache, sprains and strains, neuralgia, synovitis, rheumatoid arthritis, osteoarthritis, gout, bursitis, burns, injuries, and pain and inflammation following surgical procedures and inhibition of the onset or progression of Alzheimer's disease.

33 to 40. (canceled)

41. (previously presented) A pharmaceutical composition comprising a compound of formula I according to claim 1, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable carrier.

42 to 44. (canceled)